

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

POP CINEMA, LLC,

Plaintiff,

v.

FIRST LOOK HOME
ENTERTAINMENT, INC.,

Defendant.

CIVIL ACTION NO. 08CV3792 (LAP)

**PLAINTIFF'S ANSWER TO
COUNTERCLAIMS**

ELECTRONICALLY FILED

Plaintiff, Pop Cinema, LLC ("Pop Cinema"), by and through its attorneys, Pashman Stein, A Professional Corporation, hereby responds to the Counterclaim asserted by defendant First Look Home Entertainment, Inc. ("First Look"), as follows:

AS TO COUNTERCLAIM

1. Plaintiff admits the allegations contain in paragraph 1 of defendant's counterclaim.

2. Plaintiff admits the allegations contain in paragraph 2 of defendant's counterclaim.

3. Upon information and belief, Plaintiff admits the allegations contain in paragraph 3 of defendant's counterclaim.

4. Plaintiff admits the allegations contain in paragraph 4 of defendant's counterclaim.

5. Plaintiff admits the allegations contain in paragraph 5 of defendant's counterclaim.

6. In response to paragraph 6 of defendant's counterclaim, plaintiff refers defendant to the language of the contract, which speaks for itself.

7. Plaintiff denies the allegations contained in paragraph 7 of defendant's counterclaim.

8. Plaintiff denies the allegations contained in paragraph 8 of defendant's counterclaim.

9. Plaintiff denies the allegations contained in paragraph 9 of defendant's counterclaim.

FIRST AFFIRMATIVE DEFENSE

Defendant has failed to state a claim upon which relief can be granted.

SECOND AFFIRMATIVE DEFENSE

Defendant's claims are barred by the doctrine of the estoppel, waiver and laches.

THIRD AFFIRMATIVE DEFENSE

Defendant's claims are barred by the doctrine of unclean hands and general equitable principals.

FOURTH AFFIRMATIVE DEFENSE

Plaintiff did not breach an agreement with defendant.

FIFTH AFFIRMATIVE DEFENSE

The damages alleged were caused by and are the sole responsibility of defendant.

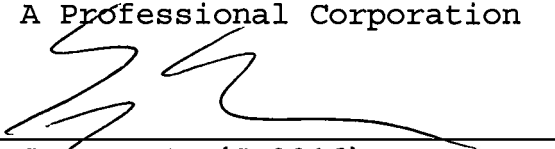
SIXTH AFFIRMATIVE DEFENSE

Defendant did not perform in accordance with its contractual obligations.

WHEREFORE, Plaintiff, Pop Cinema seeks judgment dismissing with prejudice the counterclaim asserted by Defendant and awarding such other and further relief as the Court deems equitable and just.

Respectfully submitted,
PASHMAN STEIN
A Professional Corporation

Dated: June 19, 2008
Hackensack, NJ

By: 
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